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UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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KENROY RICHMOND, SAMUEL WARKIE,  
PRINCE R. SIAW AND MARLON HATTIMORE,

Plaintiffs,

-against-

GENERAL NUTRITION CENTERS INC. AND NEIL  
BLITZER,

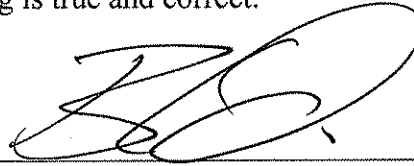
Defendants.  
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X  
: Case No: 08 CV 3577  
: (LTS)(HBP)  
:  
: **DECLARATION OF**  
: **BENJAMIN R. HOLLAND IN**  
: **SUPPORT OF DEFENDANTS'**  
: **MOTION FOR SUMMARY**  
: **JUDGMENT**  
:  
:  
:  
X

Benjamin R. Holland, being of full age, declares:

1. I am a member of the law firm McGuireWoods LLP.
2. I, along with Kimberly Q. Cacheris and Philip A. Goldstein represent Defendants in the above-referenced matter. As counsel for Defendants, I am familiar with all discovery and depositions that have taken place as part of this litigation.
3. Attached hereto as Exhibit A are true and accurate copies of the relevant portions of the depositions of Marlon Hattimore, Kenroy Richmond, Prince Siaw, Samuel Warkie, Neal Blitzer, Raul Ceto, as well as the relevant exhibits thereto.
4. Attached hereto as Exhibit B is a true and correct copy of the separation report of Samuel Warkie from his employment with Defendant General Nutrition Corporation

Executed on September 30, 2009. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

A handwritten signature in black ink, appearing to be "B. R. Holland", written over a horizontal line.

Benjamin R. Holland